

RECORDATION NO. 27919-A FILED

MAR 05 '10 -11 00 AM

SURFACE TRANSPORTATION BOARD

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March 5, 2010

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Supplement to Security Agreement, dated as of February 3, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Memorandum of Security Agreement previously filed under Recordation Number 27919.

The names and addresses of the parties to the enclosed document are

Borrower: Cryo-Trans, Inc  
Three Hill Street  
P O. Box 417  
Mt. Airy, MD 21771

Lender: TD Equipment Finance, Inc.  
2059 Springdale Road  
Cherry Hill, NJ 08003

Section Chief  
March 5, 2010  
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A description of the railroad equipment covered by the enclosed document  
is:

34 box cars: CRYX 3300 - CRYX 3333.

A short summary of the document to appear in the index is:

Memorandum of Supplement to Security Agreement

Also enclosed is a check in the amount of \$41.00 payable to the order of  
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the  
undersigned.

Very truly yours,



Robert W Alvord

RWA/sem  
Enclosures

REGISTRATION NO. 27919-A FILED

MAR 05 '10 -11 00 AM

MEMORANDUM OF SUPPLEMENT TO SECURITY AGREEMENT **TRANSPORTATION BOARD**

This Memorandum of Supplement to Security Agreement ("Memorandum") is made and entered into as of ~~January~~ <sup>February</sup> 3, 2010, between Cryo-Trans, Inc., a Maryland corporation (the "Borrower") and TD Equipment Finance, Inc., a Maine corporation ("Lender"). Terms used in this Memorandum have the meanings assigned thereto in the Railcar Security Agreement and Railcar Utilization Agreement Assignment dated as of April 17, 2009 (as amended, modified or supplemented, the "Security Agreement") between the Borrower and the Lender.

W I T N E S S E T H:

The undersigned are parties to the Security Agreement, as supplemented, by which the Borrower has granted a security interest in certain railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto and in each railcar utilization agreement as also set forth on Exhibit A attached hereto to the Lender in order to secure the Borrower's performance of its obligations as described in the Security Agreement.

*[Signature Pages Follow]*

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Supplement to Security Agreement to be duly executed by their respective officers duly authorized as of the date and year first above written.

**CRYO-TRANS, INC.**

By: 

Marvin H. Weiner  
President

**TD EQUIPMENT FINANCE, INC.**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum of Supplement to Security Agreement to be duly executed by their respective officers duly authorized as of the date and year first above written.

**CRYO-TRANS, INC.**

By: \_\_\_\_\_  
Marvin H Weiner  
President

**TD EQUIPMENT FINANCE, INC.**

By: Charles M. Flumefreddo  
Name: Charles M. Flumefreddo  
Title: Director of Operations

STATE OF Maryland  
COUNTY OF Baltimore ss.:

On this, the 3rd day of ~~January~~ <sup>February</sup>, 2010, before me, a Notary Public in and for said County and State, personally appeared Marvin H. Weiner, the President of Cryo-Trans, Inc., who acknowledged himself to be a duly authorized officer of Cryo-Trans, Inc., and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

H. Weiner  
Notary Public

[Notarial Seal]

STATE OF NEW JERSEY )  
 ) ss.:  
COUNTY OF CAMDEN )

On this, the 19<sup>th</sup> day of January, 2010, before me, a Notary Public in and for said County and State, personally appeared Charles Fiumefreddo, the Director of Operations of TD Equipment Finance, Inc., who acknowledged himself/herself to be a duly authorized officer of TD Equipment Finance, Inc., and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

[Notarial Seal]

Loriann Laquatra  
Notary Public  
LORIANN LAQUATRA  
NOTARY PUBLIC  
STATE OF NEW JERSEY  
MY COMMISSION EXPIRES OCTOBER 02, 2010

## EXHIBIT A

### Description of Items of Equipment and Railcar Utilization Agreements

#### EQUIPMENT AND RAILCAR UTILIZATION AGREEMENTS

Railcar Utilization Agreement #	Railcar User	# of Units	Description	Reporting Marks	Casualty Marks
1	Land O'Lakes Inc.	9	64' Plate "F" railroad box cars, 286,000 GRL	CRYX 3300-3308, inclusive	None
2	H. J. Heinz Company, L.P.	20	64' Plate "F" railroad box cars, 286,000 GRL	CRYX 3309-3328, inclusive	None
3	Twin City Foods, Inc.	5	64' Plate "F" railroad box cars, 286,000 GRL	CRYX 3329-3333, inclusive	None

#### Railcar Utilization Agreement No. 1 – Land O'Lakes Inc.

Railcar Utilization Agreement entered into on February 17, 2009, by and between Cryo-Trans, Inc. and Land O'Lakes Inc.

#### Railcar Utilization Agreement No. 2 – H. J. Heinz Company, L.P.

Railcar Utilization Agreement entered into on August 15, 2005, by and between Cryo-Trans, Inc and H J Heinz Company, L.P. as it relates to the Equipment.

First Amendment to Railcar Utilization Agreement entered into on October 10, 2007, by and between Cryo-Trans, Inc. and H. J. Heinz Company, L.P.

Second Amendment to Railcar Utilization Agreement entered into on February 29, 2008, by and between Cryo-Trans, Inc. and H. J. Heinz Company, L.P.

Third Amendment to Railcar Utilization Agreement entered into on February 26, 2009, by and between Cryo-Trans, Inc. and H. J. Heinz Company, L.P.

Fourth Amendment to Railcar Utilization Agreement entered into on February 26, 2009, by and between Cryo-Trans, Inc. and H. J. Heinz Company, L.P.

Railcar Utilization Agreement No. 3 – Twin City Foods, Inc.

Railcar Utilization Agreement entered into on June 4, 2009, by and between Cryo-Trans, Inc. and Twin City Foods, Inc.

Note: The Collateral includes the Railcar Utilization Agreements only to the extent relating to those specific Railcars described in this EXHIBIT A

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated:

3/5/10



Robert W Alvord